Large X alone = exclusive responsibility. X and $x = primary$ and secondary. X and	X = dual.		
Path 1 = acquisition. Path 2 = management. Path 3 = self-restructuring.			
UPA&C = Utility policy advice and consulting services. MA&C = Merger & Acquisi	ition and corp advi	isory servi	ces
		Prim	ary
		Responsibility	
Task	Section of Bill	UPA&C	MA&C
For both Path 1 and Path 2			
Develop sufficient familiarity with Santee Cooper's current situation to			
achieve the remaining tasks	N/A	Х	Х
Administer procurement and dissemination of Santee Cooper data	1(C), 2(B)(8)	Х	Х
Determine what contacts Santee Cooper must provide us	. (5)		
(bondholders, underwriters, financial institutions, other advisers)	1(C)	Х	Х
Assess the comprehensiveness of the Santee Cooper-submitted data	1(C)	X	Х
Review ICF info to gain insights	N/A	Х	X
Develop all legal contract language applicable to all bidders	9	Х	Х
Develop and negotiate final contract language and supporting			V
docs w selected bidder	9	Х	Х
For all of Paths 1, 2, and 3	Section of Bill	UPA&C	MA&0
1 of all of 1 at 13 1, 2, and 3	Section of Bill	OI AGC	WAC
Ensure that the effects on retail and wholesale customers of any proposal			
negotiated by a bidder with Central are "initially proportionate"	7	Х	
Draft NDAs for all situations	8		Х
Assist in drafting final report to the General Assembly	N/A	Х	Х
Assist in presenting final report to the General Assembly	N/A	Х	Χ
Path 1 (Acquisition)	Section of Bill	UPA&C	MA&0
Develop three alternative resource plans to become the			MA&0
Develop three alternative resource plans to become the basis for each bidder's bid	N/A	Х	
Develop three alternative resource plans to become the basis for each bidder's bid Develop the assumptions to be used by bidders	N/A N/A		X
Develop three alternative resource plans to become the basis for each bidder's bid Develop the assumptions to be used by bidders Develop the actual RFP for the bidders	N/A N/A N/A	Х	X
Develop three alternative resource plans to become the basis for each bidder's bid Develop the assumptions to be used by bidders Develop the actual RFP for the bidders Determine bidders' financial capability	N/A N/A N/A 2(A)(1)	X X	Х
Develop three alternative resource plans to become the basis for each bidder's bid Develop the assumptions to be used by bidders Develop the actual RFP for the bidders Determine bidders' financial capability Assess bidders' plan to address Santee Cooper's indebtedness; compare	N/A N/A N/A 2(A)(1) 2(A)(2);	X X	X X X
Develop three alternative resource plans to become the basis for each bidder's bid Develop the assumptions to be used by bidders Develop the actual RFP for the bidders Determine bidders' financial capability Assess bidders' plan to address Santee Cooper's indebtedness; compare bidders' financing options w Santee's current financing options	N/A N/A N/A 2(A)(1)	X X	X
Develop three alternative resource plans to become the basis for each bidder's bid Develop the assumptions to be used by bidders Develop the actual RFP for the bidders Determine bidders' financial capability Assess bidders' plan to address Santee Cooper's indebtedness; compare bidders' financing options w Santee's current financing options Determine effect on Santee Cooper's retail customers of the plan to	N/A N/A N/A 2(A)(1) 2(A)(2); 2(B)(4)	X X x	X X X
Develop three alternative resource plans to become the basis for each bidder's bid Develop the assumptions to be used by bidders Develop the actual RFP for the bidders Determine bidders' financial capability Assess bidders' plan to address Santee Cooper's indebtedness; compare bidders' financing options w Santee's current financing options Determine effect on Santee Cooper's retail customers of the plan to address its indebtedness	N/A N/A N/A 2(A)(1) 2(A)(2); 2(B)(4) 2(A)(2)(c)	X X	X X X
Develop three alternative resource plans to become the basis for each bidder's bid Develop the assumptions to be used by bidders Develop the actual RFP for the bidders Determine bidders' financial capability Assess bidders' plan to address Santee Cooper's indebtedness; compare bidders' financing options w Santee's current financing options Determine effect on Santee Cooper's retail customers of the plan to address its indebtedness Assess the amount of cash to be paid to the State	N/A N/A N/A 2(A)(1) 2(A)(2); 2(B)(4)	X X x	X X X
Develop three alternative resource plans to become the basis for each bidder's bid Develop the assumptions to be used by bidders Develop the actual RFP for the bidders Determine bidders' financial capability Assess bidders' plan to address Santee Cooper's indebtedness; compare bidders' financing options w Santee's current financing options Determine effect on Santee Cooper's retail customers of the plan to address its indebtedness Assess the amount of cash to be paid to the State Assess the projected rates and revenue requirements for each customer	N/A N/A N/A 2(A)(1) 2(A)(2); 2(B)(4) 2(A)(2)(c)	X X x	X X X
Develop three alternative resource plans to become the basis for each bidder's bid Develop the assumptions to be used by bidders Develop the actual RFP for the bidders Determine bidders' financial capability Assess bidders' plan to address Santee Cooper's indebtedness; compare bidders' financing options w Santee's current financing options Determine effect on Santee Cooper's retail customers of the plan to address its indebtedness Assess the amount of cash to be paid to the State Assess the projected rates and revenue requirements for each customer class	N/A N/A N/A 2(A)(1) 2(A)(2); 2(B)(4) 2(A)(2)(c)	X X x	X X X
Develop three alternative resource plans to become the basis for each bidder's bid Develop the assumptions to be used by bidders Develop the actual RFP for the bidders Determine bidders' financial capability Assess bidders' plan to address Santee Cooper's indebtedness; compare bidders' financing options w Santee's current financing options Determine effect on Santee Cooper's retail customers of the plan to address its indebtedness Assess the amount of cash to be paid to the State Assess the projected rates and revenue requirements for each customer	N/A N/A N/A 2(A)(1) 2(A)(2); 2(B)(4) 2(A)(2)(c)	X X x	X X X

Path 3 (Santee Cooper restructuring)	Section of bill	UPA&C	MA
	,,,,		
Consider if bidder offers franchise fee	3(B)(4)		Х
financing options currently available to Santee Cooper	3(B)(3)		Х
Compare bidder's financing options for anticipated projects with	- (2)(-)		
Assess all risks to taxpayers, and Santee customers and bondholders	3(B)(2)	X	Х
Compare the service territory served with the SC IOUs' service territories	3(A)(10)	Х	–
Assess bidders' financial capability	3(A)(9)		X
Assess proposals' effect on employees	3(A)(8)	X	>
Assess bidder experience with IOUs and publicly-owned utilities	3(A)(7)	Х	
Get opinion letter from tax attorney that the proposal will not affect Santee Cooper's tax status	3(A)(6))
nor alter terms of Santee Cooper's indebtedness Get opinion letter from tax atternov that the proposal will not affect	3(A)(5)		 '
Get opinion letter from bond attorney that the proposal will neither violate	3/۸//5/		\
distribution, and other resources	3(A)(4)	Х	
Assess how the proposal addresses needs for generation, transmission,	2/4\/4\	V	
Assess costs and benefits of the proposal	3(A)(3)	Х	>
by the bidder	3(A)(2)	X	
Assess the 20-year rate path, for each customer class, proposed	2/43/23	.,	
Assess time period for the proposal	3(A)(1)	Х	
(including term of years) and expectations	N/A	Х	>
Develop the actual RFP for the applicants, including all requirements			
Path 2 (Management)	Section of bill	UPA&C	MA
Assess bidders' intent and capability to serve for at least 20 yrs	2(B)(7)	Х	>
regulatory relations)	N/A	Х	
Assess the bidders' character (corp priorities, corp structure,			
Determine which portion of Summer-related debt is not used and useful	2((B)(5)	Х)
and bondholders	2(B)(3)	Х	>
Assess risks to taxpayers, and to Santee retail customers,	, ,		
Assess bidders' prior regulatory filings	post 2(A)(14)	Х	
Assess any terms or conditions the bidder requires	2(A)(14)	X	>
serving in SC	2(A)(13)	Х	
Compare the bidders' SC service territory with that of the IOUs	(/ (/		Ħ
on econ development	2(A)(12))
Assess the bidders' willingness and capacity to partner w the State	_(-/(-/		t '
be excluded from bidders' purchase	2(B)(2)	х)
compile list of items, such as water and recreational systems, that would	2(A)(11);		
Assess bidders' proposed HQ location Assess the bidders' proposed treatment of Santee Cooper water assets;	Z(A)(10), Z(D)(0)		-
	2(A)(9) 2(A)(10); 2(B)(6)	Х)
Assess bidders' plans for protecting employee benefits and pensions Assess bidders' projections of jobs eliminated	2(A)(8) 2(A)(9)	V)
market power arising from the acquisition	2(A)(7)	۸	,
Assess bidders' willingness to bear FERC-required costs of mitigating	2/41/71	Х	
Assess bidders' plans for transmission investments for the next 20 years	2(A)(6)	Х	
	2(A)(5)	X	1

Develop specs for Santee Cooper's submission on restructuring	N/A	Х	Х
Assess Santee Cooper's resource plans over 20 years (including demand			
forecasts, financial effects on ratepayers, al financial assumptions, amount			
of retail rate increases)	4(A)(1)	Х	
Assess plans to address Summer debt and its effect on retail ratepayers	4(A)(3)	Х	Х
Assess proposal for reform, restructuring, and operational changes	4(A)(4)	Х	Х
Assess projected impact on all retail rate classes for satisfying old debt and			
issuing new debt	4(A)(6)	Х	Х
Assess projections of jobs	4(A)(7)	Х	Х
Compare Santee Cooper's rate projections with all other proposals	4(B)(1)	Х	
Assess risks to state's taxpayers, Santee Cooper's retail ratepayers, and			
Santee Cooper's bondholders	4(B)(2)	Х	Х
Assess plans for transmission investment (including timeline, financial			
impacts on retail ratepayers)	4(A)(2)	Х	
Negotiations over Central contract	Section of bill	UPA&C	MA&C
Master all elements of the Central contract situation, including			
interviewing Central	5	Х	Х
Develop internal options for how to resolve the situation consistent with			
Develop internal options for how to resolve the situation consistent with the State's broad interests	5	х	Х
·	<u>5</u>	X X	X
the State's broad interests			
the State's broad interests Develop procedures for negotiations	5	Х	Х
the State's broad interests Develop procedures for negotiations Conduct negotiations	5 5	X	X